

Informazione Regolamentata n. 1693-51-2024	Data/Ora Inizio Diffusione 4 Settembre 2024 09:13:24	Euronext Star Milan
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Societa' : GENERALFINANCE S.p.A.

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Regolamentata : 195176

Utenza - Referente : GENERALFINANCEN01 - Saviolo

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Data/Ora Ricezione : 4 Settembre 2024 09:13:24

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Oggetto : Bank of Italy acceptance of amendments to the articles of association and of the possible repurchase of treasury shares.

*Testo del comunicato*

Vedi allegato



## **Press release**

### **BANK OF ITALY ACCEPTANCE OF AMENDMENTS TO THE ARTICLES OF ASSOCIATION TO BE SUBMITTED TO THE EXTRAORDINARY SHAREHOLDERS' MEETING OF 6 SEPTEMBER 2024 AND OF THE POSSIBLE REPURCHASE OF UP TO A MAXIMUM EUR 5 MILLION IN TREASURY SHARES AS PART OF THE RESULTING WITHDRAWAL PROCEDURE**

**Milan, 4 September 2024.** Generalfinance announces that on 3 September 2024 the Bank of Italy authorised the amendments to the Articles of Association concerning:

- a) the introduction of increased voting rights that are strengthened compared to the system currently in effect, envisaging up to 10 votes per share (amendment to Article 6 of the Articles of Association);
- b) the introduction of the possibility of holding shareholders' meetings also with the sole participation of the designated representative pursuant to Article 135-undecies of the TUF - Consolidated Law on Finance (amendment to Article 12 of the Articles of Association);
- c) other amendments, aimed at general updating of the Articles of Association, concerning in particular the possibility of holding Shareholders' Meetings and meetings of the Board of Directors by telecommunication means only (amendment to Articles 11, 13, 19 and 26 of the Articles of Association) (the amendments referred to in points a) to c), collectively, the "**Amendments to the Articles of Association**").

As is known, the Amendments to the Articles of Association, approved by the Board of Directors on 6 June 2024 and mainly relating to new provisions introduced by Italian Law no. 21 of 5 March 2024 (the "Legge Capitali"), will be submitted to the extraordinary shareholders' meeting of 6 September 2024.

Also note that, by the same measure, the Bank of Italy also announced its authorisation of the repurchase of treasury shares - by Generalfinance - where necessary to meet the requests of any withdrawing shareholders, up to a maximum of EUR 5 million, as per the application submitted by Generalfinance.

To this end, it should be remembered that the effectiveness of these amendments to the Articles of Association remains subject to fulfilment of a further condition whereby any cash amount to be paid by Generalfinance to the withdrawing shareholders, pursuant to Article 2437-quater, paragraph 5 of the Italian Civil Code, does not exceed the total of EUR 5 million, it being understood, in any event and for clarity, that the amount of the withdrawal will be calculated net of amounts payable by shareholders exercising their option and pre-emption rights, pursuant to Article 2437-quater, paragraphs 1 and 3, of the Italian Civil Code, or by third parties purchasing the shares subject to withdrawal, pursuant to Article 2437-quater, paragraph 4, of the Italian Civil Code.

#### **GENERALFINANCE**

*Founded in 1982 and led by Massimo Gianolli for over 30 years, Generalfinance is a supervised financial intermediary, specialised in factoring, able to guarantee rapid and customised interventions according to the different needs of its customers. Operating from its two offices in Milan and Biella with a team of roughly 70 professionals, Generalfinance is a leader in the segment of factoring for distressed companies.*

**Generalfinance S.p.A.**

*Chief Financial Officer – Investor Relations*

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